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June 14, 2006

The Honorable Harold Baer, Jr.
United States District Judge
Southern District of New York
United States Courthouse
500 Pearl Street, Room 2230
New York, New York 10007

Re: *Phoenix Four v. Strategic Resources Corp., et al.*
05 CV 4837 (HB) (SDNY)

Dear Judge Baer:

On behalf of our client, Phoenix Four, we hereby respectfully submit my Affidavit of Fees and Disbursements on our sanctions motion against the SRC Defendants pursuant to the instructions in your Opinion and Order dated May 22, 2006.

Respectfully,



Blair C. Fensterstock

BCF:js
Enclosure

cc: Kerri Ann Law, Esq.
Sanjit Shah, Esq.